

Exhibit 3

TROUTMAN PEPPER HAMILTON SANDERS LLP
TWO CALIFORNIA PLAZA
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SUITE 3400
LOS ANGELES, CA 90071-3427

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9 Atlanta, GA 30308

Telephone: 404.885.3000

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11 Attorneys for Plaintiff

BAY POINT CAPITAL PARTNERS II, LP

12 UNITED STATES BANKRUPTCY COURT
13 CENTRAL DISTRICT OF CALIFORNIA
14 LOS ANGELES DIVISION

15
16 In re

17 JONATHAN L. SMITH,

18 Debtor.

19
20 BAY POINT CAPITAL PARTNERS II,
LP,

21 Plaintiff,

22 v.

23 JONATHAN L. SMITH,

24 Debtor-Defendant.

Case No. 2:21-bk-12542-BR

Chapter 7

Adversary No. 2:21-ap-01116-BR

**DECLARATION OF JOHN ISBELL IN
SUPPORT OF BAY POINT CAPITAL
PARTNERS II, LP'S MOTION FOR
ENTRY OF DEFAULT JUDGMENT ON
NON-DISCHARGEABILITY OF DEBT
PURSUANT TO 11 U.S.C. § 523(a)(2)(A)
AGAINST DEBTOR-DEFENDANT.**

25
26 I, John Isbell, declare as follows:
27
28

1 1. I am over the age of 18 years and am competent and qualified to execute this
2 declaration.

3 2. I submit this Declaration in support of Bay Point's Motion for Entry of Default
4 Judgment on Non-Dischargeability of Debt Pursuant to 11 U.S.C. § 523(a)(2)(A).

5 3. I am the founding partner of the Law Offices of John F. Isbell LLC, and serve as
6 co-counsel to Bay Point Capital Partners II, LP ("**Bay Point**") in connection to the bankruptcy
7 case ("**Bankruptcy Action**") of Jonathan Lee Smith ("**Debtor**"), as well as in the above-
8 captioned adversary proceeding (the "**Adversary Proceeding**") and the civil action filed by Bay
9 Point against the Debtor on January 22, 2021 in the United States District Court for the Northern
10 District of Georgia, *Bay Point Capital Partners II, LP v. Hoplite, Inc. et al.*, No. 1:21-cv-00375-
11 MLB (N.D. Ga.) (the "**District Court Action**").

12 4. As detailed in **Exhibit A** attached hereto, Bay Point has incurred, and has paid,
13 \$45,688.50 in attorneys' fees and related expenses for legal services I have provided through
14 March 30, 2021 in connection with Bay Point's efforts to prosecute the Debtor's fraud in the
15 District Court Action.

16 5. I billed Bay Point for work in connection with the District Court Action at an
17 hourly rate of \$765, which is a 10% discount off of my standard hourly rate of \$850. My rate is
18 based on my experience, expertise, and geographic location (Atlanta). I am familiar with the
19 hourly billing rates charged by similarly situated attorneys in Atlanta for similar legal work.
20 Based on my experience, and in my opinion, my hourly billing rate is in line with the rates that
21 are usual and customary in Atlanta.

22 6. Attached as Exhibit A are redacted billing records for legal work I have performed
23 for Bay Point from January 4, 2021 to March 30, 2021, in connection with the District Court
24 Action. These fees and related expenses total \$45,688.50. To reach that total, I primarily focused
25 on charges relating to Bay Point's prosecution of its claims against the Debtor in the District
26 Court Action. In particular, those charges included: reviewing and drafting the Complaint and
27 Amended Complaint; reviewing and drafting a Motion for the Appointment of a Receiver;
28 responding to the Debtor's Motion to Dismiss; preparing for and assisting in three evidentiary

1 hearings on Bay Point's Motion for the Appointment of a Receiver; analyzing documentary
2 evidence produced by the Debtor following the District Court's Order on Bay Point's Motion for
3 the Appointment of a Receiver; investigating the conduct underpinning Bay Point's claims; and
4 tasks related to those general areas of work.

5 7. The billing records attached as Exhibit A have been redacted to protect the
6 attorney-client and attorney work product privileges. The unredacted information reflects all time
7 and work associated with prosecuting Bay Point's claims in the District Court Action on a per-
8 day basis from January 4, 2021 to March 30, 2021. Should the Court direct it, I will submit
9 unredacted bills for the Court's *in camera* review.

10 8. I have personal knowledge of the work that was performed and reflected in Exhibit
11 A. Based on my experience and knowledge, the time spent was reasonable and necessary.

12 9. I reserve the right to supplement the evidence showing its attorneys' fees and
13 expenses incurred in preparing and pursuing its motion.

14 Pursuant to 28 U.S.C. § 1746(2), I declare under penalty of perjury that the foregoing is
15 true and correct.

16 Executed on September 14, 2021, at Atlanta, Georgia.

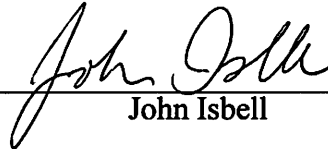
17
18 
19 John Isbell

EXHIBIT A

Law Offices of John F. Isbell

3050 Peachtree St. NW.
Suite 740
Atlanta, Georgia 30305

INVOICE

Bay Point

Invoice # 0487

Invoice Date: Wed, February 3, 2021

Re: Hoplite

Current Charges:

Fees

Date	Description	Hours	Amount
1/4/2021	Review file and start coordinating litigation strategy.	0.5	382.50
1/5/2021	Review file and security documents; exchange multiple memoranda with Troutman team regarding [REDACTED]; conference call with group regarding [REDACTED].	1.2	918.00
1/6/2021	Conference with C. Rierson regarding [REDACTED]; exchange memoranda with H. Winsberg regarding [REDACTED]; conference with H. Winsberg regarding [REDACTED]; conference with K. Brawner regarding [REDACTED].	1.4	1,071.00
1/7/2021	Review [REDACTED] from H. Winsberg	0.3	229.50
1/7/2021	Review [REDACTED]; exchange memoranda with H. Winsberg regarding [REDACTED].	0.3	229.50
1/8/2021	Exchange memoranda with H. Winsberg regarding [REDACTED]; conference call regarding [REDACTED].	0.5	382.50
1/13/2021	Review multiple memoranda regarding [REDACTED]; conference with C. Andros regarding [REDACTED].	0.8	612.00
1/14/2021	Review multiple drafts of documents and memoranda regarding [REDACTED]; review for [REDACTED].	2.0	1,530.00
1/15/2021	Review e-mail relating to [REDACTED]; review current draft of Hoplite complaint	1.8	1,377.00
1/18/2021	Review receivership motion; conference with C. Andros regarding [REDACTED]; retain receiver.	2.0	1,530.00
1/19/2021	Exchange memoranda with M. Glade regarding conflicts; exchange memoranda with C. Andros and H. Winsberg regarding [REDACTED]; review current draft of complaint.	2.3	1,759.50

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1/21/2021	Review standstill agreement; conference with C. Andros regarding [REDACTED]; revise forbearance agreement and [REDACTED]; review and revise same; review comments from H. Winsberg regarding [REDACTED]; exchange memoranda with C. Rierson and C. Andros regarding [REDACTED].	3.5	2,677.50
1/22/2021	Exchange multiple calls and memoranda regarding [REDACTED]; exchange multiple messages with H. Winsberg regarding [REDACTED].	2.2	1,683.00
1/23/2021	Conference with C. Rierson regarding [REDACTED].	0.2	153.00
1/24/2021	Exchange multiple memoranda regarding [REDACTED].	0.2	153.00
1/25/2021	Review multiple memoranda regarding [REDACTED]; multiple conferences with H. Winsberg regarding [REDACTED]; conference with borrower and borrower's counsel	2.0	1,530.00
1/26/2021	Review update on article; drafting new forbearance agreement.	0.6	459.00
1/27/2021	Review draft receivership motion; draft memoranda to Bay Point team regarding [REDACTED]; complete draft of new forbearance agreement; review Hoplite consent judgment stipulation.	3.3	2,524.50
1/28/2021	Review revised forbearance agreement; exchange memoranda with H. Winsberg regarding [REDACTED]; review communications finalizing [REDACTED]; review acceptance of service; exchange multiple memoranda regarding [REDACTED].	1.5	1,147.50
1/29/2021	Review filed certificate of service; review motion for the appointment of receiver.	1.0	765.00
Fees for Services Rendered		27.6	\$21,114.00

Total New Charges**\$21,114.00***Account Statement:*

Balance as of Last Invoice	7,210.00
Payments and Adjustments	-7,210.00
Balance forward	0.00
Current Charges	21,114.00
Amount Due and Owing to Date	\$21,114.00

Payments:

Date	Description	Amount
1/18/2021	Payment #0452	7,210.00
	Total Payment	\$7,210.00

Law Offices of John F. Isbell

3050 Peachtree St. NW.
Suite 740
Atlanta, Georgia 30305

INVOICE

Bay Point

Invoice # 0518

Invoice Date: Tue, March 2, 2021

Re: Hoplite

Current Charges:

Fees

Date	Description	Hours	Amount
2/1/2021	Exchange multiple memoranda regarding [REDACTED]; exchange memoranda with H. Winsberg regarding [REDACTED].	0.6	459.00
2/2/2021	Exchange messages with H. Winsberg regarding [REDACTED]; conference with C. Andros regarding [REDACTED]; review new counsel.	1.0	765.00
2/3/2021	Draft NDA for potential purchaser; conference with C. Andros regarding [REDACTED].	0.6	459.00
2/3/2021	Conference with H. Winsberg regarding [REDACTED]; exchanged multiple memoranda regarding [REDACTED].	0.5	382.50
2/4/2021	Review memoranda regarding [REDACTED]; review NDA and revise same for potential buyer.	0.8	612.00
2/8/2021	Review memoranda regarding [REDACTED]; conference with H. Winsberg regarding [REDACTED]; conference with H. Winsberg regarding [REDACTED].	1.3	994.50
2/9/2021	Preparation for hearing tomorrow.	2.2	1,683.00
2/10/2021	Prepare for and attend hearing on receiver motion; multiple conferences with C. Andros regarding [REDACTED]; review communication on [REDACTED]; review terms of proposed injunction.	5.8	4,437.00
2/11/2021	Review defendant's edits to injunction order; review [REDACTED]; review entered TRO order.	0.8	612.00
2/12/2021	Conference with H. Winsberg regarding [REDACTED]; organize [REDACTED] and forward to C. Andros and G. Jacobs.	0.7	535.50
2/15/2021	Call with group regarding [REDACTED]; exchange memoranda with H. Winsberg regarding [REDACTED].	0.4	306.00

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2/16/2021	Review initial documents produced by defendants.	1.3	994.50
2/17/2021	Conference with M. Glade regarding case update and next steps; review documents produced by defendant	1.3	994.50
2/18/2021	Review documents produced by defendants.	1.5	1,147.50
2/25/2021	Exchange memoranda regarding [REDACTED]; exchange messages with H. Winsberg regarding [REDACTED].	0.4	306.00
Fees for Services Rendered		19.2	\$14,688.00

Expenses

Date	Description	Amount
2/12/2021	Parking for TRO / Receivership Hearing	18.00
Total Fees & Expenses		\$14,706.00

Total New Charges**\$14,706.00***Account Statement:*

Balance as of Last Invoice	21,114.00
Payments and Adjustments	-21,114.00
Balance forward	0.00
Current Charges	14,706.00
Amount Due and Owing to Date	\$14,706.00

Payments:

Date	Description	Amount
2/15/2021	Payment #0481	21,114.00
Total Payment		\$21,114.00

Law Offices of John F. Isbell

3050 Peachtree St. NW.
Suite 740
Atlanta, Georgia 30305

INVOICE

Bay Point

Invoice # 0551

Invoice Date: Wed, April 7, 2021

Re: Hoplite

Current Charges:

Fees

Date	Description	Hours	Amount
3/5/2021	Review amended complaint.	0.5	382.50
3/6/2021	Review amended complaint and provide comments on [REDACTED]	1.3	994.50
3/9/2021	Review update on [REDACTED].	0.4	306.00
3/11/2021	Exchange multiple memoranda with H. Winsberg and C. Rierson regarding [REDACTED].	0.3	229.50
3/12/2021	Exchange messages with H. Winsberg regarding [REDACTED].	0.2	153.00
3/13/2021	Draft payoff letter; multiple conferences with C. Andros regarding [REDACTED]; review loan file for payoff letter.	0.7	535.50
3/16/2021	Review [REDACTED].	0.1	76.50
3/17/2021	Exchange multiple memoranda regarding [REDACTED]; exchange memoranda with H. Winsberg regarding [REDACTED]; review memoranda from C. Andros [REDACTED].	0.7	535.50
3/20/2021	Review transcript from deposition; review [REDACTED]; multiple conferences with C. Andros regarding [REDACTED].	1.5	1,147.50
3/22/2021	Conference with H. Winsberg regarding [REDACTED]; conference with C. Andros regarding [REDACTED]; review draft order and memoranda regarding same; review defendants motion to dismiss.	1.5	1,147.50
3/23/2021	Conference with C. Andros regarding [REDACTED]; review [REDACTED].	1.3	994.50
3/24/2021	Multiple conferences regarding [REDACTED]; review [REDACTED].	1.5	1,147.50

Fees for Services Rendered	14.4	\$11,016.00
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\$11,016.00

Balance as of Last Invoice	14,706.00
Payments and Adjustments	-14,706.00
Balance forward	0.00
Current Charges	11,016.00
Amount Due and Owing to Date	\$11,016.00

Date	Description	Amount
3/18/2021	Payment #0513	14,706.00
	Total Payment	\$14,706.00